

4/10/96

FLORIDA DIVISION OF CORPORATIONS

((H96000005104))

PUBLIC ACCESS SYSTEM

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FROM: EMPLOYEE

DATE REQUESTED: 04/10/1996

149

NAME: GRENQUILLE CORP.

MIAMI

TALLAHASSEE, FL 32399

CONTACT: RAY

STOP

FAX: (904) 922-4000

PHONE: (305) 541-1094

FAX: (305) 541-3770

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FLORIDA PROFIT CORPORATION OR P.A.

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TALLAHASSEE, FL 32399

1096-7235

RAA

4/10

57 APR 10 PM 8:56



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 10, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: GRENOVILLE CORP.
REF: W96000007835

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 15, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: J. PRADO CORPORATION
REF: H96000007835

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

PLEASE CORRECT PAGE 3 OF THE ARTICLES TO SHOW THE NEW NAME OF THE CORPORATION.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loris Poole
Corporate Specialist

FAX Aud. #: H96000005104
Letter Number: 696A00017336

APR-12-1996 16138

Doc Collection Corp.
Rene J. Claraveza
P.O. Box 524238
Miami, FL 33152
(305) 595.8020

ARTICLES OF INCORPORATION
OF
J. PARDO CORPORATION

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of FLORIDA.

ARTICLE I NAME

The name of the corporation shall be: J. PARDO CORPORATION

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or businesses permitted under the laws of the United States, the State of FLORIDA, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be:

13290 SW 88 LANE, SUITE A108
MIAMI, FLORIDA 33186,

and the name of the initial Registered Agent for the corporation at that address is JOHN PARDO.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or

of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

JOHN PARDO
TATIANA MATHEUS

ARTICLE IX INCORPORATOR

The name and address of the incorporator is:

JOHN PARDO
13290 SW 88 LANE A108
MIAMI, FLORIDA 33186

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DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of FLORIDA. J. PARDO CORPORATION, A corporation organizing under the laws of the State of FLORIDA, with its principal office located at:
13290 SW 88 LANE, SUITE A108
MIAMI, FLORIDA 33186

JOHN PARDO has named:

JOHN PARDO
13290 SW 88 LANE A108
MIAMI, FLORIDA 33186

as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

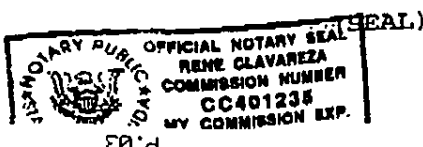
Registered Agent:

J. Pardo

BEFORE ME, the undersigned authority, this day personally appeared JOHN PARDO ("Registered Agent"), at Miami County of Dade, State of Florida, ~~XXXXXXXXXXXXXXXXXXXX~~ known to me, who showed DL as identification and who ~~did~~/did not take an oath and who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 09th day of April, 1996.

[Signature]
Notary Public
State of _____
My Commission Expires: _____



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IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 09TH day of APRIL, 1996.

Incorporator:

[Signature]

The foregoing instrument was executed and acknowledged before me at Miami, County of Dade, State of Florida, this 09th day of April, 1996 by John Pardo ("Incorporator"), ~~XXXXXXXXXXXXXXXXXXXXXXXXXXXX~~ who showed DL as identification and who ~~XXXX~~/did not take an oath.

(SEAL)

[Signature]
Notary Public
State of _____
My Commission Expires: _____



FILED
96 APR 15 PM 5:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
96 APR 10 PM 6:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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